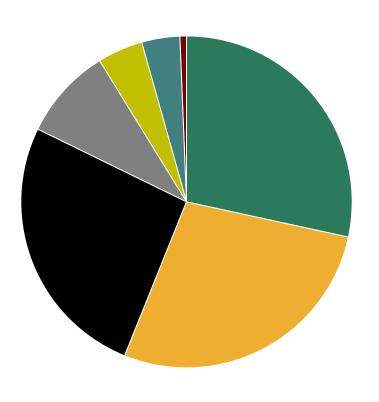
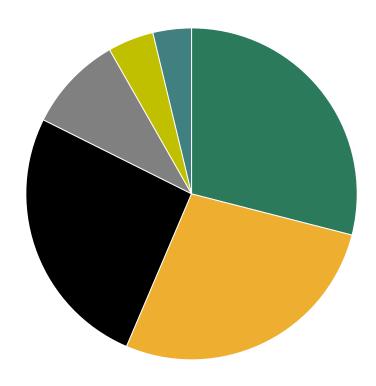
June 30, 2019 : \$2,337,277,267

September 30, 2019 : \$2,311,958,875



	Market Value	Allocation
	(\$)	(%)
■ Fixed Income Composite	663,877,104	28.40
Domestic Equity Composite	647,264,316	27.69
■ International Equity Composite	610,716,417	26.13
■ Total Real Estate Composite	209,728,099	8.97
Hedge Fund Composite	103,652,335	4.43
Private Equity Composite	86,994,222	3.72
■ In House Cash	15,044,773	0.64

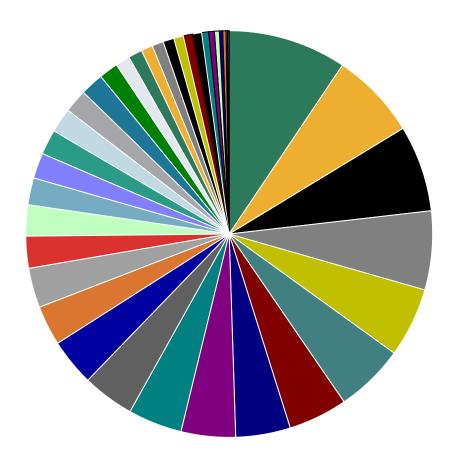


	Market Value (\$)	Allocation (%)
■ Fixed Income Composite	670,301,394	28.99
Domestic Equity Composite	634,062,268	27.43
International Equity Composite	599,754,623	25.94
Total Real Estate Composite	217,245,331	9.40
Hedge Fund Composite	103,501,559	4.48
Private Equity Composite	86,994,222	3.76
In House Cash	99,478	0.00

Asset Allocation Chart

As of September 30, 2019

September 30, 2019 : \$2,311,958,875



	Market Value (\$)	Allocation (%)
■ Brandywine	217,179,945	9.39
Rhumbline S&P 500	159,762,620	6.91
■ Mackay Shields	158,724,807	6.87
■ Barrow, Hanley	144,854,278	6.27
■ 1607 Capital Partners	127,655,369	5.52
■ Marathon Asset Mgmt	127,050,110	5.50
■ J.P. Morgan Global Emerging Markets Discovery Fund	108,600,850	4.70
■ Acadian EM Equity II	100,337,231	4.34
■ Prudential Core Conserv Bond	99,809,404	4.32
■ PIMCO	99,311,687	4.30
■ Smith Graham	95,275,551	4.12
Principal Global Investors	86,592,587	3.75
Winslow Capital Management	73,208,331	3.17
■ BlackRock US Core Property Fund	72,997,566	3.16
Rhumbline Russell 1000 Growth	58,721,403	2.54
■ NTGI S&P 400	57,163,938	2.47
Strategic Global Advisors	49,518,475	2.14
Aetos	46,842,986	2.03
Grosvenor Institutional Partners, L.P.	46,140,648	2.00
Conestoga Capital Advisors	45,161,509	1.95
■ Capital Prospects SMID	42,888,852	1.86
NB Crossroads Fund XXI	42,584,280	1.84
Pantheon Global Secondary Fund V	35,399,968	1.53
Nicholas Investment Partners	26,455,317	1.14
Capital Prospects Small Cap Value	25,846,020	1.12
Gerding Edlen Green Cities III, L.P.	21,208,482	0.92
TA Realty Core Property Fund	20,932,153	0.91
■ TA Realty Fund XI	20,232,032	0.88
Long Wharf RE Partners V, L.P.	17,626,573	0.76
Vanguard REIT Index Inv	17,236,156	0.75
■ RREEF REIT II	16,478,065	0.71
Mesirow Real Estate Value Fund III, L.P.	12,752,840	0.55
■ Preserver, L.P.	10,517,925	0.45
SSM Partners Growth Equity II L.P.	9,009,974	0.39
Cornerstone (Barings) Real Estate Advisers Fund X	6,026,477	0.26
Long Wharf Real Estate Partners IV, L.P.	6,023,528	0.26
■ Dune Real Estate Fund IV	2,625,657	0.11
Long Wharf RE Partners VI, L.P.	2,615,004	0.11
Gerding Edlen Green Cities IV, L.P.	486,584	0.02
In House Cash	99,478	0.00
☐ Cornerstone (Barings) Real Estate Advisers VIII	4,214	0.00

City of Memphis

Asset Allocation Comparison

Portfolio Value 9/30/19

\$2,311,958,875							
Target Allocations			Current Managers & Allocations			Difference	Range
Equity		(000)			(000)		
Large Cap Equity	17.00%	\$393,033	Barrow, Hanley (large cap value)	6.27%	\$144,854	1.88%	13%-21%
5 1 1 2			Rhumbline Russell 1000 Growth (large cap growth)	2.54%	\$58,721		
			Winslow (large cap growth)	3.17%	\$73,208		
			Rhumbline S&P 500 (large cap core)	6.91%	\$159,763		
Mid/SMID Cap Equity	5.00%	\$115,598	Northern Trust (mid cap core)	2.47%	\$57,164	-0.67%	0%-7%
Mid/SMID Cap Equity	3.0076	\$113,396	` '			-0.07 76	U /0- / /0
			Capital Prospects SMID Cap*	1.86%	\$42,889		
Small Cap Equity	5.00%	\$115,598	Capital Prospects Small Cap Value*	1.12%	\$25,846	-0.78%	0%-7%
			Conestoga (small cap growth)	1.95%	\$45,162		
			Nicholas (small cap growth)	1.14%	\$26,455		
Domestic Equity	27.00%	\$624,229	Domestic Equity	27.43%	\$634,062	0.43%	17%37%
Domestic Equity	27.00 / 0	\$\text{924}227	Domestic Equity	27.4370	\$654,002	0.45 / 0	17/05//0
Developed International	18.50%	\$427,712	1607 Capital Partners	5.52%	\$127,655	-1.60%	14%-23%
			Principal Global Investors	3.75%	\$86,593		
			Marathon Asset Mgmt	5.50%	\$127,050		
			Strategic Global Advisors	2.14%	\$49,518		
Emerging Markets	8.50%	\$196,517	Acadian	4.34%	\$100,337	0.54%	5%-12%
			JPMorgan	4.70%	\$108,601		
International	27.00%	\$624,229	International	25.94%	\$599,755	-1.06%	17%-37%
Equity Total	54.00%	\$1,248,458	Equity Total	53.37%	\$1,233,817	-0.63%	
• •			1 7				
<u>Fixed Income</u> Core Fixed Income	12.00%	\$277,435	PIMCO	4.30%	\$99,312	0.73%	7%-17%
Core rixed income	12.0070	\$277,433	Prudential Core Conserv Bond	4.30%	\$99,809	0.73 70	//0-1//0
			Smith Graham	4.12%	\$95,276		
			Sinui Granani	4.1270	\$75,270		
Global Fixed Income	10.00%	\$231,196	Brandywine	9.39%	\$217,180	-0.61%	3%-13%
Global High Yield	6.00%	\$138,718	Mackay Shields	6.87%	\$158,725	0.87%	3%-13%
-					·		
Fixed Income Total	28.00%	\$647,348	Fixed Income Total	28.99%	\$670,301	0.99%	20%-36%



Deal Fatete							
Real Estate Core/Value Add/REITs	10.00%	\$231,196	BlackRock US Core Property Fund	3.16%	\$72,998		
Coro, Value / Ida Ida I	10.0070	\$231,170	RREEF REIT II	0.71%	\$16,478		
			Vanguard REIT Index	0.75%	\$17,236		
			TA Realty Core Property Fund	0.91%	\$20,932		
			Long Wharf Real Estate Partners IV	0.26%	\$6,024 (Tot	al Commitment \$20M, T	Cotal Drawn \$21.5M, Total Distributed \$25.1M)
			Long Wharf Real Estate Partners Fund V	0.76%	\$17,627 (Tot	al Commitment \$20M, T	Cotal Drawn \$20.0M, Total Distributed \$6.5M)
			Long Wharf Real Estate Partners Fund VI	0.11%	\$2,615 (Tot	al Commitment \$20M, T	Cotal Drawn \$2.8M, Total Distributed \$0.0M)
			Cornerstone (Barings) Real Estate Fund VIII ¹	0.00%	\$4 (Tot	al Commitment \$10M, T	Cotal Drawn \$11.7M, Total Distributed \$15.6M)
			Cornerstone (Barings) Real Estate Fund X ¹	0.26%	\$6,026 (Tot	al Commitment \$10M, T	Cotal Drawn \$7.9M, Total Distributed \$3.8M)
			Gerding Edlen Green Cities III	0.92%	\$21,208 (Tot	al Commitment \$20M, T	Total Drawn \$23.4M, Total Distributed \$6.6M)
			Gerding Edlen Green Cities IV	0.02%	\$487 (Tot	al Commitment \$20M, T	Total Drawn \$0.6M, Total Distributed \$0.0M)
			TA Realty Fund XI	0.88%	\$20,232 (Tot	al Commitment \$20M, T	Total Drawn \$20.0M, Total Distributed \$3.7M)
			Mesirow Financial Real Estate Value Fund III	0.55%	\$12,753 (Tot	al Commitment \$20M, T	Total Drawn \$13.8M, Total Distributed \$1.2M)
			Dune Real Estate Partners Fund IV	0.11%	\$2,626 (Tot	al Commitment \$30M, T	Total Drawn \$2.6M, Total Distributed \$0.0M)
Real Estate Total	10.00%	\$231,196	Real Estate Total	9.40%	\$217,245	-0.60%	5%-10%
	10.00 / 0	\$231,190	Real Estate Total	2.4070	\$217,2 4 3	0.00 / 0	0,010,0
Private Equity	10.00 / 0	\$231,170	Real Estate 1 via	2.40 / 0	\$217,243	0.0070	270 1070
	2.00%	\$231,170	Pantheon Global Secondary Fund V	1.53%	, ,		Total Drawn \$33.7M, Total Distributed \$10.4M)
Private Equity		\$231,170			\$35,400 (Tot	al Commitment \$50M, T	
Private Equity Secondary		3231,170	Pantheon Global Secondary Fund V	1.53%	\$35,400 (Tot \$9,010 (Tot	al Commitment \$50M, T	otal Drawn \$33.7M, Total Distributed \$10.4M)
Private Equity Secondary Direct Private Equity	2.00%	3231,170	Pantheon Global Secondary Fund V SSM Growth Equity Fund II*	1.53% 0.39%	\$35,400 (Tot \$9,010 (Tot	al Commitment \$50M, T	Total Drawn \$33.7M, Total Distributed \$10.4M) Total Drawn \$7.4, Total Distributed \$0.0M)
Private Equity Secondary Direct Private Equity	2.00%	\$92,478	Pantheon Global Secondary Fund V SSM Growth Equity Fund II* Neuberger Berman Crossroads XXI	1.53% 0.39%	\$35,400 (Tot \$9,010 (Tot	al Commitment \$50M, T	Total Drawn \$33.7M, Total Distributed \$10.4M) Total Drawn \$7.4, Total Distributed \$0.0M)
Private Equity Secondary Direct Private Equity Diversified FoF Private Equity Total	2.00%		Pantheon Global Secondary Fund V SSM Growth Equity Fund II* Neuberger Berman Crossroads XXI	1.53% 0.39% 1.84%	\$35,400 (Tot \$9,010 (Tot \$42,584 (Tot	al Commitment \$50M, T al Commitment \$10M, T al Commitment \$50M, T	Total Drawn \$33.7M, Total Distributed \$10.4M) Total Drawn \$7.4, Total Distributed \$0.0M) Total Drawn \$33.5M, Total Distributed \$0.0M)
Private Equity Secondary Direct Private Equity Diversified FoF	2.00%		Pantheon Global Secondary Fund V SSM Growth Equity Fund II* Neuberger Berman Crossroads XXI	1.53% 0.39% 1.84%	\$35,400 (Tot \$9,010 (Tot \$42,584 (Tot \$86,994	al Commitment \$50M, T al Commitment \$10M, T al Commitment \$50M, T	Total Drawn \$33.7M, Total Distributed \$10.4M) Total Drawn \$7.4, Total Distributed \$0.0M) Total Drawn \$33.5M, Total Distributed \$0.0M)
Private Equity Secondary Direct Private Equity Diversified FoF Private Equity Total	2.00% 2.00% 4.00%		Pantheon Global Secondary Fund V SSM Growth Equity Fund II* Neuberger Berman Crossroads XXI SSM Growth Equity Fund III (\$10M Commitment)	1.53% 0.39% 1.84%	\$35,400 (Tot \$9,010 (Tot \$42,584 (Tot \$86,994	al Commitment \$50M, T al Commitment \$10M, T al Commitment \$50M, T	Total Drawn \$33.7M, Total Distributed \$10.4M) Total Drawn \$7.4, Total Distributed \$0.0M) Total Drawn \$33.5M, Total Distributed \$0.0M)
Private Equity Secondary Direct Private Equity Diversified FoF Private Equity Total	2.00% 2.00% 4.00%		Pantheon Global Secondary Fund V SSM Growth Equity Fund II* Neuberger Berman Crossroads XXI SSM Growth Equity Fund III (\$10M Commitment) Aetos	1.53% 0.39% 1.84% 3.76%	\$35,400 (Tot \$9,010 (Tot \$42,584 (Tot \$86,994	al Commitment \$50M, T al Commitment \$10M, T al Commitment \$50M, T	Total Drawn \$33.7M, Total Distributed \$10.4M) Total Drawn \$7.4, Total Distributed \$0.0M) Total Drawn \$33.5M, Total Distributed \$0.0M)
Private Equity Secondary Direct Private Equity Diversified FoF Private Equity Total	2.00% 2.00% 4.00%		Pantheon Global Secondary Fund V SSM Growth Equity Fund II* Neuberger Berman Crossroads XXI SSM Growth Equity Fund III (\$10M Commitment) Aetos Grosvenor	1.53% 0.39% 1.84% 3.76% 2.03% 2.00%	\$35,400 (Tot \$9,010 (Tot \$42,584 (Tot \$86,994 \$46,843 \$46,141	al Commitment \$50M, T al Commitment \$10M, T al Commitment \$50M, T	Total Drawn \$33.7M, Total Distributed \$10.4M) Total Drawn \$7.4, Total Distributed \$0.0M) Total Drawn \$33.5M, Total Distributed \$0.0M)

\$99

\$2,311,959

0.00%

0.00%

100%



0%-5%

0.00%

100%

\$0

\$2,311,959

Cash

Total

Cash

Total

¹ Cornerstone Real Estate Advisers now operates under the investment adviser name "Barings Real Estate Advisers," however; all predecessor funds retain the name Cornerstone. All new products open to new investors will operate under the name "Barings Real Estate Advisers" moving forward.

City of Memphis Comparative Performance

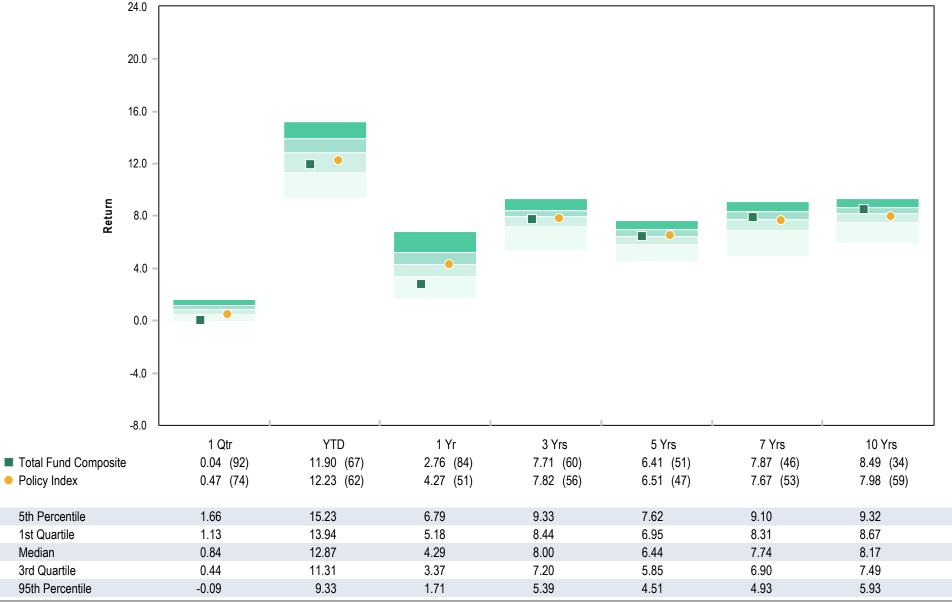
As of September 30, 2019

					Performance (%	.)			
	1 Quarter	Year To Date	1 Year	3 Years	5 Years	7 Years	10 Years	Since Inception	Inception Date
Total Fund Composite	0.04	11.90	2.76	7.71	6.41	7.87	8.49	9.41	10/01/1982
Policy Index	0.47	12.23	4.27	7.82	6.51	7.67	7.98	9.86	
In House Cash	0.54	1.73	2.31	1.46	0.99	0.73	0.62	4.13	10/01/1982
90 Day U.S. Treasury Bill	0.56	1.81	2.38	1.54	0.96	0.70	0.52	3.87	
Domestic Equity Composite	0.30	19.73	0.41	12.67	9.34	12.12	12.62	11.81	10/01/1982
Russell 3000 Index	1.16	20.09	2.92	12.83	10.44	13.00	13.08	11.62	
Fixed Income Composite	0.97	7.82	7.03	3.52	3.89	3.45	4.87	7.48	10/01/1982
Fixed Income Index	1.45	8.28	8.41	3.10	3.53	3.27	4.18	7.41	
International Equity Composite	-1.76	12.75	-0.27	7.51	5.04	7.48	6.71	5.15	01/01/1990
International Equity Index	-2.06	10.64	-1.50	6.38	3.14	5.37	4.84	4.99	
Hedge Fund Composite	-0.15	4.87	0.07	3.81	N/A	N/A	N/A	4.61	04/01/2016
90-Day T-Bill+ 5%	1.80	5.60	7.50	6.61	6.01	5.74	5.55	6.42	
HFN HFOF Multi Strategy	-0.27	4.77	-0.23	3.02	1.53	2.88	2.36	3.32	
Core Private Real Estate Composite	2.20	8.29	8.08	7.16	9.75	10.14	11.74	8.39	09/01/1999
NCREIF Property Index	1.41	4.80	6.24	6.76	8.57	9.29	9.77	8.84	

City of Memphis

Comparative Performance								As of S	eptember	· 30, 201
	Performance (%)									
	2018	2017	2016	2015	2014	2013	2012	2011	2010	2009
otal Fund Composite	-5.39	18.36	6.76	0.24	5.49	17.71	13.75	0.72	14.05	22.23
Policy Index	-4.45	16.72	8.00	-0.19	5.86	15.19	12.79	0.77	12.11	19.76
In House Cash	1.93	0.67	0.35	0.18	0.11	0.11	0.20	0.54	0.36	0.34
90 Day U.S. Treasury Bill	1.87	0.86	0.25	0.03	0.04	0.05	0.08	0.08	0.13	0.17
omestic Equity Composite	-5.88	22.62	10.04	-1.26	8.80	35.55	16.30	0.65	18.23	28.67
Russell 3000 Index	-5.24	21.13	12.74	0.48	12.56	33.55	16.42	1.03	16.93	28.34
ixed Income Composite	-0.98	6.94	5.14	-0.23	4.70	0.13	8.15	6.69	8.81	18.96
Fixed Income Index	-0.89	5.65	4.83	-0.86	4.89	0.39	6.87	6.39	6.54	5.93
nternational Equity Composite	-15.52	33.29	3.30	-0.50	-1.08	20.79	20.28	-12.77	13.91	36.19
International Equity Index	-13.99	28.77	3.16	-4.06	-4.13	16.58	17.70	-13.18	11.60	42.14
ledge Fund Composite	-1.55	6.72	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
90-Day T-Bill+ 5%	6.97	5.90	5.27	5.03	5.04	5.05	5.08	5.09	5.14	5.17
HFN HFOF Multi Strategy	-3.58	7.26	0.16	-1.26	3.02	9.09	4.80	-5.56	4.78	9.73
ore Private Real Estate Composite	4.91	7.75	8.50	11.92	20.06	7.12	14.60	13.01	22.87	-27.15
NCREIF Property Index	6.72	6.96	7.97	13.33	11.82	10.98	10.54	14.26	13.11	-16.85

Gross of Fees.



Parentheses contain percentile rankings.

Calculation based on quarterly periodicity.